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C T CORPORATION SYSTEM /Melanie Strickland

660 East Jefferson Street
Requestor's Name

Tallahassee, Florida 32301
Address

(850) 222-1092
City State Zip Phone

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****125.00 ****125.00

CORPORATION(S) NAME

AT&T Wireless PCS, LLC

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11/10

( ) Profit
( ) NonProfit
(✓) Limited Liability Company
( ) Foreign
( ) Limited Partnership
( ) Reinstatement
( ) Limited Liability Partnership
( ) Certified Copy

( ) Amendment
( ) Dissolution/Withdrawal
( ) Annual Report
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Thanks, Melanie

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AT&T Wireless Services
7277 164th Ave. NE
Redmond, WA 98052
PO Box 97061
Redmond, WA 98073-9761

September 16, 1999

TO WHOM IT MAY CONCERN:

This letter is to advise your office that on September 7, 1999, AT&T Wireless PCS Inc., a Delaware corporation ("PCS Inc.") qualified to do business in your state, was converted under Delaware law into AT&T Wireless PCS, LLC, a Delaware limited liability company ("PCS, LLC"). PCS LLC will retain the Employer Identification Number of PCS Inc. (22-3330080). If you have any questions regarding this matter, please contact the undersigned at (425) 580-6000.

Very truly yours,

Mark U. Thomas
Vice President

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. AT&T Wireless PCS, LLC
(Name of foreign limited liability company)

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 22-3330080
(FEI number, if applicable)

4. October 20, 1994
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. September 7, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 7277 164th Avenue NE, Redmond, WA 98052
(Street address of principal office)

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8. If limited liability company is a manager-managed company, check here [X]

9. The usual business addresses of the managing members or managers are as follows:

AT&T Wireless Services, Inc., Manager, 7277 164th Avenue NE Redmond, WA 98052

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Telecommunication services.

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Mark U. Thomas, Vice President of Authorized Representative
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

AT&T Wireless PCS, LLC

2. The name and the Florida street address of the registered agent and office are:

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TALLAHASSEE FLORIDA

C T Corporation System
(Name)

c/o C T Corporation System, 1200 South Pine Island Road
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation **FL** 33324
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

C T Corporation System

Kathleen C Gariepy Asst. Sec.
(Signature)

Kathleen C Gariepy, Asst. Sec.

$ 100.00 Filing Fee for Application
$ 25.00 Designation of Registered Agent
$ 30.00 Certified Copy (optional)
$ 5.00 Certificate of Status (optional)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AT&T WIRELESS PCS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel, Secretary of State

AUTHENTICATION: 0068166

DATE: 11-08-99